

**COMBINED DECLARATION AND POWER OF ATTORNEY
FOR PATENT APPLICATION**

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am an original, first and joint inventor of the subject matter (an original, first and joint inventor) which is claimed and for which a utility patent is sought on the invention entitled:

HISTONE DEACETYLASE INHIBITOR PRODRUGS

the specification of which:

was filed on April 5, 2004, as United States Provisional Application Serial Number 60/559,715, bearing Attorney Docket No. 24852-505 PRO.

is attached hereto.

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, §119(a)-(d) or §365(b) of any foreign application(s) for patent or inventor's certificate, or §365(a) of any PCT International application designating at least one country other than the United States listed below and have also identified below any foreign application for patent or inventor's certificate or PCT International application having a filing date before that of the application on which priority is claimed.

Appln. Number	Country (if PCT, so indicate)	Filing Date (dd/mm/yy)	Priority Claimed	
			Yes	No
			<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>

I hereby claim the benefit under Title 35, United States Code, § 119(e) or §120 of any United States application(s), or §365(c) of any PCT International application(s) designating the United States of America listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56 which became available between the filing date of the prior application and the national or PCT International filing date of this application:

Application No. (U.S.S.N.)	Filing Date (dd/mm/yy)	Status (Patented, Pending, Abandoned)

PCT International Applications designating the United States:

PCT International Application No.	PCT Filing Date	Status

I hereby appoint the following attorneys and/or agents associated with Mintz, Levin, Cohn, Ferris, Glovsky & Popeo, P.C., Customer Number: 35437 to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

Please address all telephone calls to Flora W. Feng at telephone number 212-692-6785. Address all correspondence to:

Flora W. Feng
Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.
Customer Number: 35437
666 Third Avenue
24th Floor
New York, New York 10017

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or patent issued thereon.



Inventor's Signature:

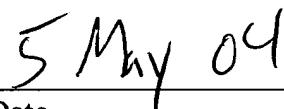
Full Name of Inventor: **Thomas A. Miller**

Citizenship: United States of America

Residence: 517 West 113th Street, #82

New York, New York 10025

Post Office Address: same as above



Date



Inventor's Signature:

Full Name of Inventor: **David J. Witter**

Citizenship: Canada

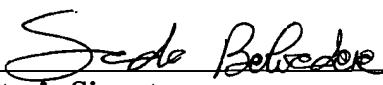
Residence: 12 Arbutus Street

Putnam Valley, New York 10579

Post Office Address: same as above



Date



Inventor's Signature:

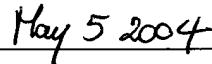
Full Name of Inventor: **Sandro Belvedere**

Citizenship: Italy

Residence: 201 West 74th Street, Apt. 16G

New York, New York 10023

Post Office Address: same as above



Date